NOTICE OF CHANGE OF AUDITOR

FROM: Lexam VG Gold Inc. (the "**Company**")

TO:

Alberta Securities Commission
British Columbia Securities Commission
Manitoba Securities Commission
Financial and Consumer Services Commission (New Brunswick)
Office of the Superintendent of Securities, Service Newfoundland and Labrador
Nova Scotia Securities Commission
Ontario Securities Commission
Office of the Superintendent of Securities (Prince Edward Island)
Autorité des marchés financiers (Québec)
Financial and Consumer Affairs Authority of Saskatchewan
Office of the Superintendent of Securities (Nunavut)
Office of the Superintendent of Securities (Yukon)
Office of the Superintendent of Securities (Northwest Territories)

KPMG LLP
Collins Barrow LLP

The Company hereby gives notice pursuant to National Instrument 51-102 – *Continuous Disclosure Obligations* ("**NI 51-102**") as follows:

1. On November 27, 2015 the Company, following consideration of responses to its request for proposals related to services as auditor of the Company, determined not to propose KPMG LLP (the "**Predecessor Auditor**") for reappointment as the auditor of the Company on the expiry of its term of office at its next Annual Meeting of Shareholders of the Company (or any adjournment thereof) (the "**Meeting**").

2. On November 27, 2015 the Company also determined to propose Collins Barrow LLP (the "**Successor Auditor**") to for reappointment as the auditor of the Company on the expiry of its term of office at the Meeting.

3. The termination of the Predecessor Auditor and the appointment of the Successor Auditor were each considered and approved by the Board of Directors of the Company upon the consideration and recommendation of the Audit Committee of the Company.

4. The auditor's reports prepared by the Predecessor Auditor in respect of the Company's financial statements for the period commencing at the beginning of the Company's two most recently completed financial years and ending on the date hereof did not express a modified opinion.

5. There have been no "reportable events" (as that term is defined in NI 51-102) between the Company and the Predecessor Auditor.

DATED at Toronto, Ontario as of the 22nd day of March, 2016.

LEXAM VG GOLD INC.

By: _____
Andrew Iaboni, CFO